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16 UNITED STATES DISTRICT COURT
 17 NORTHERN DISTRICT OF CALIFORNIA
 18 SAN FRANCISCO DIVISION

19
 20 JEFF POKORNY, LARRY BLENN
 and KENNETH BUSIERE on behalf of
 21 themselves and those similarly situated,

22 Plaintiffs,

23 v.

24 QUIXTAR INC., *et al.*,

25 Defendants.

26 Case No. C 07-00201 SC

**NOTICE OF JOINT MOTION AND
 JOINT MOTION FOR
 PRELIMINARY APPROVAL OF
 AMENDED CLASS ACTION
 SETTLEMENT AGREEMENT**

Date: June 10, 2011
 Time: 9:30 a.m. PST
 Room: 1, 17th Floor
 Judge: Honorable Samuel Conti

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1 *Additional counsel for*
2 *Plaintiffs Jeff Pokorny, Larry Blenn and*
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I. JOINT NOTICE OF MOTION

NOTICE IS HEREBY GIVEN that on June 10, 2011 at 9:30 a.m. PST (as set by the Court in its Order of March 10, 2011), or as soon thereafter as counsel may be heard by the above-entitled Court, located at 450 Golden Gate Avenue, San Francisco, California 94102, in Courtroom 1, 17th Floor, before the Honorable Samuel Conti, Plaintiffs and Quixtar will bring on for hearing this Joint Motion for Preliminary Approval of Amended Class Action Settlement Agreement.

II. STATEMENT OF COURT ACTION SOUGHT BY MOVANTS

Plaintiffs and Quixtar jointly move the Court, pursuant to Federal Rule of Civil Procedure 23(e), and in accordance with this Court's Order Requiring Supplemental Briefing (Dkt. No. 157), to: (1) order that the Settlement Agreement filed on November 3, 2010, is withdrawn; (2) grant preliminary approval of the Amended Settlement Agreement attached hereto as Exhibit A; (3) conditionally certify a Settlement Class; (4) authorize the Proposed Notice of the Settlement Agreement to the Settlement Class; (5) appoint Plaintiffs as Class Representatives and their Counsel as Class Counsel; (6) set a hearing for determination of final approval of the proposed Settlement Agreement; and (7) grant leave for Plaintiffs to file conditionally a Second Amended Complaint pursuant to the proposed Settlement Agreement.

III. MEMORANDUM OF POINTS AND AUTHORITIES

In support of this joint motion, Plaintiffs incorporate by reference the points and authorities set forth in their Plaintiffs' Memorandum in Response to the Court's Order Requiring Supplemental Briefing, filed contemporaneously with this motion, and Quixtar incorporates by reference the points and authorities set forth in its Quixtar's Memorandum in Response to the Court's Order Requiring Supplemental Briefing, which will be filed on or before May 20, 2011.

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3 Dated: April 29, 2011

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10 By: /s/ Cedric C. Chao
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11 Attorneys for Defendant
12 QUIXTAR INC.

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14 Dated: April 29, 2011

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17 By: /s/ Stuart H. Singer
Stuart H. Singer

18 Attorneys for Plaintiffs JEFF
19 POKORNY, LARRY BLENN and
KENNETH BUSIERE

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21 Dated: April 29, 2011

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WATSON & SPERANDO, P.L.

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24 By: /s/ Willie E. Gary
Willie E. Gary

25 Additional counsel for Plaintiffs JEFF
26 POKORNY, LARRY BLENN and
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CERTIFICATE OF SERVICE

I hereby certify that on this 29th day of April 2011, the foregoing has been served via the CM/ECF system on counsel for Defendants at the following address:

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/s/ Stuart Singer

Attorney for Plaintiffs